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BEFORE THE ARIZONA CORPORATION

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MARC SPITZER  
Chairman  
JAMES M. IRVIN  
Commissioner  
WILLIAM A. MUNDELL  
Commissioner  
JEFF HATCH-MILLER  
Commissioner  
MIKE GLEASON  
Commissioner

Arizona Corporation Commission

DOCKETED

OCT 10 2003

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AZ CORP COMMISSION  
DOCUMENT CONTROL

DOCKETED BY

*CM*

UTILITIES DIVISION STAFF,  
Complainant,

DOCKET NO. T-03889A-02-0796  
T-04125A-02-0796

vs.

SHUGHART THOMSON & KILROY,  
P.C.'S RENEWED MOTION TO  
WITHDRAW

LIVEWIRENET OF ARIZONA, LLC; THE  
PHONE COMPANY MANAGEMENT  
GROUP, LLC; THE PHONE COMPANY OF  
ARIZONA JOINT VENTURE dba THE  
PHONE COMPANY OF ARIZONA; ON  
SYSTEMS TECHNOLOGY, LLC, and its  
principals, TIM WETHERALD, FRANK  
TRICAMO AND DAVID STAFFORD; THE  
PHONE COMPANY OF ARIZONA, LLP and  
its members,

(Assigned to the Hon. Philip J. Dion III)

(ORAL ARGUMENT REQUESTED)

Respondents.

IN THE MATTER OF THE PHONE  
COMPANY OF ARIZONA, JOINT  
VENTURE dba THE PHONE COMPANY OF  
ARIZONA'S APPLICATION FOR  
CERTIFICATE OF CONVENIENCE AND  
NECESSITY TO PROVIDE INTRASTATE  
TELECOMMUNICATIONS SERVICE AS A  
LOCAL AND LONG DISTANCE  
RESELLER AND ALTERNATIVE  
OPERATOR SERVICE.

DOCKET NO. T-04125A-02-0577

IN THE MATTER OF THE APPLICATION  
OF THE PHONE COMPANY  
MANAGEMENT GROUP, LLC, fka  
LIVEWIRENET OF ARIZONA, LLC TO  
DISCONTINUE LOCAL EXCHANGE  
SERVICE.

DOCKET NO. T-03889A-02-0578

1 IN THE MATTER OF THE APPLICATION  
2 OF THE PHONE COMPANY  
3 MANAGEMENT GROUP, LLC FOR  
4 CANCELLATION OF FACILITIES BASED  
AND RESOLD LOCAL EXCHANGE  
SERVICES.

DOCKET NO. T-03889A-03-0152

5 IN THE MATTER OF THE APPLICATION  
6 OF THE PHONE COMPANY  
7 MANAGEMENT GROUP, LLC dba THE  
8 PHONE COMPANY FOR THE  
CANCELLATION OF ITS CERTIFICATE  
OF CONVENIENCE AND NECESSITY.

DOCKET NO. T-03889A-03-0202

9 Michael Glaser ("Glaser") and his law firm, Shughart Thomson & Kilroy, P.C.  
10 (collectively "STK"), by and through their undersigned counsel, hereby renew their motion to  
11 withdraw from the representation of The Phone Company Management Group, LLC f/k/a  
12 LiveWireNet of Arizona, LLC, On Systems Technology, LLC, and its principals Tim Wetherald,  
13 Frank Tricamo and David Stafford Johnson (collectively referred to as "PCMG") in the above-  
14 captioned case. Requiring STK to continue representation of any of these entities or individuals,  
15 in any manner, would result in an irreconcilable conflict of interest in violation of the Arizona  
16 Rules of Professional Conduct, specifically ER 1.16, 17A A.R.S. Sup. Ct. Rules, Rule 42, Rules  
17 of Professional Conduct. When continued representation results in a violation of Arizona ethical  
18 rules, the Commission (just as any tribunal) must allow the attorney to withdraw notwithstanding  
19 the generally broad discretion afforded to the Commission in deciding applications to withdraw.  
20 For the foregoing reasons, as discussed in greater detail in the following Memorandum of Points  
21 and Authorities, STK respectfully requests that the Commission grant this Renewed Motion for  
22 Withdrawal without further postponement.

### 23 MEMORANDUM OF POINTS AND AUTHORITIES

#### 24 I. FACTUAL BACKGROUND.

25 On April 14, 2003, STK moved to withdraw from its representation of PCMG. This  
26 Motion to Withdraw was based on notice directly from Tim Wetherald ("Wetherald") to Michael  
27 Glaser ("Glaser") that PCMG was discharging STK as counsel in these proceedings. See  
28 Affidavit of Michael Glaser, dated April 10, 2003, a copy of which is attached hereto as Exhibit

1 "A." In response to objections by Staff of the Commission's Utilities Division ("Staff"), STK  
2 further provided the Commission a written statement from Wetherald confirming that he had  
3 terminated Glaser and his firm from representing LiveWireNet of Arizona, LLC, The Phone  
4 Company of Arizona Joint Venture, On Systems Technology, LLC, David Stafford, Frank  
5 Tricamo and himself. See Exhibit "A" to STK's Reply To Staff's Response To Motion To  
6 Withdraw As Counsel To Phone Company Management Group, et al, filed May 16, 2003.  
7 Wetherald also filed with the Commission an Affidavit, dated June 17, 2003, in support of the  
8 Motion to Withdraw, a copy of which is attached hereto as Exhibit "B." David Stafford Johnson  
9 ("Johnson") filed a similar Affidavit on June 27, 2003, in support of the Motion to Withdraw, a  
10 copy of which is attached hereto as Exhibit "C."

11       Efforts to communicate with Tricamo and obtain the information requested by the  
12 Commission to effect withdrawal, however, were not successful. As noted in Judge Dion's  
13 Procedural Order, dated September 9, 2003, status reports documenting Glaser's attempts to  
14 communicate with Tricamo were filed from late June 2003 through August 2003. Glaser did  
15 reach Tricamo, but ultimately, Tricamo has refused to sign the requested affidavit in support of  
16 the Motion to Withdraw, taking the position that because of his lack of knowledge of the  
17 proceedings against him and PCMG, he could not release STK from representation until he was  
18 "fully prepped on what has taken place and how [he] is involved." See undated letter from  
19 Tricamo to Glaser, a copy of which is attached hereto as Exhibit "D."

20       In response to Tricamo's claim that he knew nothing about these proceedings, Wetherald  
21 executed another affidavit, dated October 6, 2003, a copy of which is attached hereto as Exhibit  
22 "E." Wetherald testifies he informed Tricamo that Glaser would be representing PCMG, On  
23 Systems Technology, Tricamo, Johnson and himself, and each of the members agreed to have  
24 Glaser represent them. See Wetherald Affidavit, dated Oct. 6, 2003, at ¶10. Wetherald further  
25 testified that he informed Glaser when On Systems Technology engaged him to represent PCMG,  
26 On Systems Technology, and its three members named, and each had concurred in the decision to  
27 retain him. See id. at ¶11.

28       Judge Dion has since ordered:

1 that Glaser's Motion to Withdraw from representing The Phone  
2 Company Management Group, LLC, LiveWireNet of Arizona,  
3 LLC, On Systems Technology, LLC and its principals, Tim  
4 Wetherald and David Stafford Johnson is granted, conditioned upon  
5 Glaser and his clients complying with any and all discovery  
6 requests and previous Commission orders. Such discovery re  
7 requests include Staff's Motion to Compel and Staff's Addendum  
8 to the Motion to Compel Response to its Data Requests. Once  
9 Glaser and his clients have complied with Staff's requests, then  
10 Staff shall, within 7 days, make a filing in this docket stating that  
11 such information has been received and at that time, the withdrawal  
12 will become effective.

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that Glaser's Motion to Withdraw from representing Tricamo is  
under advisement.

Procedural Order, dated September 9, 2003 (emphasis added).

II. **THE COMMISSION SHOULD GRANT STK'S RENEWED MOTION FOR  
WITHDRAWAL UNCONDITIONALLY.**

In this case, irreconcilable conflicts of interest require that the Commission exercise its discretion and grant this Renewed Motion for Withdrawal, unconditionally. The Commission's earlier orders present unworkable situations. For instance, conditioning STK's withdrawal on compliance by the Respondents with discovery requirements would require STK to directly violate the absolute right of the client to terminate the representation. See, e.g., ER 1.16, Comment 4 ("A client has a right to discharge a lawyer at any time, with or without cause. . . ."). Similarly, requiring STK to continue to represent Tricamo is not possible. Tricamo has notice of the proceedings, he has counsel in Colorado, he has received relevant documents in these proceedings and he has been notified of the Court's order directing him to appear in person or by telephone. See, e.g., Affidavit of Michael L. Glaser, dated October 9, 2003, a copy of which is attached hereto as Exhibit "F." Yet Tricamo is not appearing and he is not communicating with Glaser or STK on this matter. Assuming, Tricamo was STK's client in this matter (as Glaser was told by Wetherald at the onset of the representation), Tricamo has impliedly discharged STK from further representation in this matter. If Tricamo was never STK's client, then there is no basis for requiring STK to continue to represent a Tricamo. Against the applicable procedural and ethical standards, the Commission is required to permit the immediate and unconditional

1 withdrawal of STK from this matter.

2 **A. The Applicable Standards For Withdrawal.**

3 The Commission's Rules specifically address the procedure for withdrawal:

4 The Commission or presiding officer may permit the withdrawal of  
5 an attorney from any proceeding upon written application and good  
6 cause shown under such terms, conditions, and notices to clients  
and other parties as the Commission or presiding officer may direct.

7 Ariz. Admin. Code R14-3-104(E). The Commission's Rules incorporate the Arizona Rules of  
8 Professional Conduct:

9 Conduct required: (1) All persons appearing before the  
10 Commission or a presiding officer in any proceeding shall conform  
to the conduct expected in the Superior Court of the state of  
Arizona.

11 Ariz. Admin. Code R14-3-104(F)(1).

12 Arizona's Rules of Professional Conduct also specifically address the standard for  
13 withdrawal:

14 (a) Except as stated in paragraph (c), a lawyer shall not represent a  
15 client or, where representation has commenced, shall withdraw  
from the representation of a client if:

16 ...

17 (3) the lawyer is discharged.

18 (b) Except as stated in paragraph (c), a lawyer may withdraw from  
19 representing a client if withdrawal can be accomplished without  
material adverse effect on the interests of the client, or if:

20 ...

21 (5) the representation will result in an unreasonable  
22 financial burden on the lawyer or has been rendered unreasonably  
difficult by the client; or

23 (6) other good cause for withdrawal exists.

24 (c) When ordered to do so by a tribunal, a lawyer shall continue  
25 representation notwithstanding good cause for terminating the  
representation.

26 17A A.R.S. Sup. Ct. Rules, Rule 42, Rules of Prof. Conduct, ER 1.16 ("ER 1.16") (emphasis  
27 added) (text of rule effective until December 1, 2003).  
28

1 Both the Commission's rule and ER 1.16 provide the tribunal some discretion to order  
2 continued representation. See Ariz. Admin. Code R14-3-104(E); E.R.1.16(c). The  
3 Commission's discretion, however, is not unbounded. When continued representation would  
4 result in a violation of the ethical rules, it is an abuse of discretion to deny a motion to withdraw.  
5 See, e.g., Okeani v. Superior Court, 178 Ariz. 180, 182, 871 P.2d 727, 729 (App. 1994) ("The  
6 Maricopa Public Defender's continued representation of defendant would have resulted in a  
7 violation of the ethical rules. The trial court therefore abused its discretion when it denied  
8 defense counsel's motion to withdraw.");<sup>1</sup> Riley, Hoggatt & Saugee, P.C. v. Riley, 165 Ariz.  
9 138, 138, 796 P.2d 940, 940 (App. 1990) ("Because we conclude that the trial court either failed  
10 to exercise discretion which it had a duty to exercise or abused that discretion, we accept  
11 jurisdiction and grant relief."); Maricopa County Public Defender's v. Superior Court, 187 Ariz.  
12 162, 167, 927 P.2d 822, 827 (App. 1996) (also finding that the trial court abused its discretion in  
13 denying the motion to withdraw); Mohr, Hackett, Pederson, Blakley, Randolph & Haga, P.C. v.  
14 Superior Court, 155 Ariz. 150, 745 P.2d 208 (App. 1987) ("Mohr, Hackett") (ordering trial court  
15 to grant motion to withdraw); see also Whiting v. Lacara, 187 F.3d 317, 321 (2d Cir. 1999)  
16 ("even on the eve of trial," a motion to withdraw must be granted where continued representation  
17 "would be forcing an attorney to violate ethical duties and possibly be subject to sanctions").

18 Riley, Hoggatt and Maricopa County Public Defender's were both criminal cases that  
19 implicated much greater court oversight with regard to withdrawal because of the defendant's  
20 constitutional right to counsel. See also ABA Annot. Model Rules of Prof. Conduction, Rule  
21 1.16, Annotation ("When a lawyer seeks to withdraw from representing a defendant in a criminal  
22 case, court oversight is crucial because of the defendant's constitutional right to counsel. In such  
23 cases, procedural requirements for withdrawal are strictly construed.") (emphasis added). But in  
24 both of these cases, as well as Mohr, Hackett and Whiting, the appellate court determined that the  
25 trial court abused its discretion in not permitting withdrawal. The corollary to this criminal law  
26 principal is that there is less need for procedural oversight with regard to withdrawal in the civil

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27 <sup>1</sup> Also recognizing that it is appropriate to appeal the denial of a motion to withdraw by  
28 special action.

1 context. See, e.g., Valley Nat'l Bank of Arizona v. Meneghin, 130 Ariz. 119, 122, 634 P.2d 570,  
2 573 (1981) (holding that adherence to the procedural requirements for withdrawal may be  
3 waived).

4 **B. The Commission Cannot Condition STK's Withdrawal On Former**  
5 **Clients' Continued Compliance With Discovery Requirements.**

6 ER 1.16 specifically identifies discharge as grounds for mandatory withdrawal. See ER  
7 1.16(a)(3). The Comments to ER 1.16 emphasize that "[a] client has a right to discharge a lawyer  
8 at any time, with or without cause . . ." E.R. 1.16, Comment 4; see also ABA Informal Ethics Op.  
9 1397 (1977) ("No lawyer can continue to represent a client who does not wish to be  
10 represented."); see also ABA Annot. Model Rules of Prof. Conduct., Rule 1.16, Annotation  
11 ("Subsection (a)(3) requires a lawyer to withdraw if discharged by the client."). By conditioning  
12 withdrawal on a clients' continued compliance with discovery requirements, the Commission has,  
13 in effect, denied permission to withdraw. Once discharged, STK no longer has control over its  
14 former clients. Requiring STK to continue representing these respondents to ensure compliance  
15 with discovery requests by denying the motion to withdraw outright or conditioning its effect as  
16 the Commission has done here, results in a direct violation of ER 1.16(a)(3). Arizona law  
17 requires granting STK immediate leave to withdraw. See, e.g., Okeani, 178 Ariz. at 182, 871  
18 P.2d at 729.

19 **C. Tricamo Has Either Discharged STK, Or He Never Was STK's Client.**

20 It is undisputed that at least since June, 2003, Tricamo has known about this matter and  
21 STK's efforts to withdraw. Tricamo himself docketed his own letter and Glaser's letter regarding  
22 the motion to withdraw. In June 2003, Glaser provided Tricamo copies of all documents in this  
23 matter, and in August, 2003, Glaser provided Tricamo's attorney in Colorado, Norman Beecher,  
24 Esq. ("Beecher"), copies of the Complaint, the Answer, the Entry of Appearance, status of  
25 PCMG's authorization to provide telephone service in Arizona, the Motion to Withdraw, and the  
26 status reports filed by STK. See Michael L. Glaser Affidavit, dated October 9, 2003. The  
27 Commission has also served by certified mail<sup>2</sup> a copy of the Complaint to the current address

28 <sup>2</sup> Pursuant to Commission Rules, service was deemed complete when a copy of the  
complaint was mailed with first class postage prepaid. See Ariz. Admin. Code R14-3-107(B).

1 provided by Tricamo on August 25, 2003. And Tricamo was ordered to appear telephonically or  
2 in person at the last pre-hearing conference, which he failed to do.

3 Either Tricamo's actions have "rendered unreasonably difficult" continued representation  
4 justifying permissive withdrawal pursuant to ER 1.16(b)(5), or Tricamo has impliedly discharged  
5 STK. Either way, the law firm and Glaser are in the unworkable predicament of being ordered to  
6 continue representing an individual that has discharged them, or was never a client in the first  
7 place. Just as STK cannot be required to continue to represent clients that have discharged the  
8 firm based on ER 1.16(a)(3), it cannot be required to represent an individual whose only actions  
9 in this matter reflect an intention that the representation, if there ever was any, is over.

10 **D. ER 4.2 Restricts STK From Communicating With Tricamo .**

11 Tricamo told Glaser on June 13 that he could not release Glaser until certain conditions  
12 were met. Subsequently, Tricamo has utilized the services of attorney Norman Beecher on this  
13 matter; he and Beecher have received copies of pleadings in this matter; and Beecher has refused  
14 further contact with Glaser. As things now stand Glaser cannot attempt further contact with  
15 Tricamo because to do so would violate ER 4.2 of the Rules of Professional Conduct which  
16 prohibits contact with represented persons. 17A A.R.S. Sup. Ct. Rules, Rule 42, Rules of Prof.  
17 Conduct, ER 4.2.

18 It would appear Tricamo is attempting to take advantage of the current circumstances. If  
19 the Commission refuses to grant the Motion to Withdraw and the Commission rules against  
20 Tricamo at hearing, Tricamo will contend Glaser did not represent him, the Commission should  
21 have known that and therefore, the Commission order is without effect.

22 Staff has now ensured that Tricamo has been served. He has not filed an appearance in  
23 these dockets nor an answer to the recently served complaint. He has not asked Glaser to  
24 continue the representation subsequent to the September service. Indeed, neither Tricamo nor  
25 attorney Beecher are communicating with Glaser. Staff may now be in a position to move for  
26 entry of default.

27  
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The Commission Rules do not require service by certified mail.



1 The Commission cannot use Tricamo's recalcitrance as a reason for holding STK in as  
2 Tricamo's counsel. To do so would fly in the face of ER 1.16 and would constitute an abuse of  
3 discretion. See, e.g., Okeani v. Superior Court, 178 Ariz. at 182, 871 P.2d at 729 Granting  
4 STK's Motion to Withdraw is appropriate at this time.

5 **III. CONCLUSION.**

6 For the foregoing reasons, STK respectfully requests that the Commission grant its  
7 Renewed Motion for Withdrawal, unconditionally and without further postponement.

8 RESPECTFULLY SUBMITTED this 10 day of October, 2003.

9 QUARLES & BRADY STREICH LANG LLP  
10 Renaissance One  
11 Two North Central Avenue  
12 Phoenix, AZ 85004-2391

13 By 

14 Edward F. Novak (Arizona Bar No. 006092)  
15 Edward A. Salanga (Arizona Bar No. 0020654)

16 *Attorneys for Shughart Thomson & Kilroy, P.C.*

17 ORIGINAL and \_\_\_\_ COPIES of the  
18 foregoing filed this \_\_\_\_ day of  
19 October, 2003, with:

20 Docket Control  
21 Arizona Corporation Commission  
22 1200 West Washington  
23 Phoenix, Arizona 85007

24 COPY of the foregoing served by  
25 first class mail, postage prepaid, this  
26 \_\_\_\_ day of October, 2003, upon:

27 Maureen A. Scott  
28 Gary H. Horton  
Legal Division  
ARIZONA CORPORATION COMMISSION  
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Hearing Division  
2 ARIZONA CORPORATION COMMISSION  
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5 ARIZONA CORPORATION COMMISSION  
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11 Mark Brown  
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13 *Qwest Corporation*

14 Jeffrey Crockett  
15 SNELL & WILMER  
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16 400 E. Van Buren  
Phoenix, AZ 85004

17 *The Phone Company of Arizona*

18 Tim Wetherald  
19 3025 S. Parker Road, Suite 1000  
Aurora, CO 80014

20 *On Systems Technology, LLC*  
21 *The Phone Company of Arizona Joint Venture*  
*The Phone Company of Arizona, LLP*  
22 *The Phone Company Management Group, LLC*  
*d/b/a The Phone Company Management Group, LLC*

23 David Stafford Johnson  
24 740 Gilpin Street  
Denver, CO 80218

25 *The Phone Company Management Group, LLC*

26 Frank Tricamo  
27 6888 South Yukon Court  
Littleton, CO 80128

28

1 Roald Haugan  
2 Managing Partners Chairman  
3 32321 County Highway 25  
4 Redwood Falls, MN 56283  
5  
6 *The Phone Company of Arizona*  
7  
8 Steven Petersen  
9 2989 Brookdale Drive  
10 Brooklyn Park, MN 55444  
11  
12 Travis & Sara Credle  
13 3709 West Hedrick Drive  
14 Morehead City, NC 28557  
15  
16 *The Phone Company of Arizona*  
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18 Leon Swichkow  
19 2901 Clint Moore road #155  
20 Boca Raton, FL 33496  
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22 Marc David Shiner  
23 4043 NW 58<sup>th</sup> Street  
24 Boca Raton, FL 33496  
25  
26 Marc David Shiner  
27 5030 Champion Blvd., Suite 6-198  
28 Boca Raton, FL 33496

16   
17 \_\_\_\_\_

A

## AFFIDAVIT

PERSONALLY APPEARED before me, the undersigned officer, duly authorized to administer oaths, Michael L. Glaser, who, after being duly sworn, deposes and says that:

1. My name is Michael L. Glaser. I am over 18 years of age and am competent to testify about the manner set forth herein. I have personal knowledge of the matters set forth herein.

2. Mr. Timothy Wetherald, the managing member of On Systems Technology, LLC, which in turn is the managing member of the Phone Company Management Group, LLC ("PCMG"), the respondent in DOCKET NO. T-03889A-02-0796 and DOCKET NO. T-04125A-0796 has instructed SHUGART THOMSON & Kilroy ("STK") and I to withdraw from representing PCMG in the above-referenced dockets. Mr. Wetherald has advised me that PCMG's decision that STK and I withdraw from representing PCMG is based on PCMG's lack of resources to proceed in these dockets or to otherwise operate its business. Mr. Wetherald has further advised me that neither he, nor any other agent of PCMG, will be present at the hearing in the above-referenced dockets set for April 15, 2003.



Further affiant sayeth not.

Michael L. Glaser

Michael L. Glaser

STATE OF COLORADO )

CITY AND COUNTY IN DENVER) )SS

)

On this 16<sup>th</sup> day of April, 2003, before me the undersigned, a Notary Public, in and for the County and State aforesaid, personally appeared, to me known to be the person who executed the foregoing instrument in my presence and acknowledged to me that executed the same as free act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal the day and year last above written.

Ramon R. Ruiz

NOTARY PUBLIC

My commission expires:

11-09-06



B

COPY

BEFORE THE ARIZONA CORPORATION COMMISSION  
RECEIVED

MARC SPITZER

Chairman

JAMES M. IRVIN

Commissioner

WILLIAM A. MUNDELL

Commissioner

JEFF HATCH-MILLER

Commissioner

MIKE GLEASON

Commissioner

UTILITIES DIVISION STAFF,

Complainant,

LIVEWIRENET OF ARIZONA, LLC n/k/a THE PHONE  
COMPANY MANAGEMENT GROUP, LLC; THE PHONE  
COMPANY OF ARIZONA JOINT VENTURE, d/b/a THE  
PHONE COMPANY OF ARIZONA; ON SYSTEMS  
TECHNOLOGY, LLC, and its principals, TIM  
WETHERALD, FRANK TRICAMO, and DAVID  
STAFFORD, JOHNSON; THE PHONE COMPANY OF  
ARIZONA, LLP and its members,

Respondents.

IN THE MATTER OF THE PHONE COMPANY OF  
ARIZONA JOINT VENTURE d/b/a THE PHONE  
COMPANY OF ARIZONA'S APPLICATION FOR  
CERTIFICATE OF CONVENIENCE AND NECESSITY TO  
PROVIDE INTRASTATE TELECOMMUNICATIONS  
SERVICE AS A LOCAL AND LONG DISTANCE  
RESELLER AND ALTERNATIVE OPERATOR SERVICE.

IN THE MATTER OF THE APPLICATION OF THE  
PHONE COMPANY MANAGEMENT GROUP, LLC f/k/a  
LIVEWIRENET OF ARIZONA, LLC TO DISCONTINUE  
LOCAL EXCHANGE SERVICE.

IN THE MATTER OF THE APPLICATION OF THE  
PHONE COMPANY MANAGEMENT GROUP, LLC FOR  
CANCELLATION OF FACILITIES BASED AND RESOLD  
LOCAL EXCHANGE SERVICES.

IN THE MATTER OF THE APPLICATION OF THE  
PHONE COMPANY MANAGEMENT GROUP, LLC d/b/a  
THE PHONE COMPANY FOR THE CANCELLATION OF  
ITS CERTIFICATE OF CONVENIENCE AND  
NECESSITY.

2003 JUN 23 A 11: 59

CORP COMMISSION  
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Arizona Corporation Commission

DOCKETED

JUN 23 2003

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CAY

Docket No. T-03889A-02-0796  
T-04125A-02-0796

Docket No. T-04125A-02-0577

Docket No. T-03889A-02-0578

Docket No. T-03889A-03-0152

Docket No. T-03889A-03-0202

AFFIDAVIT OF TIM  
WETHERALD



1 I, Tim Wetherald, first being duly sworn, depose and state:

2 1. I am Manager of The Phone Company Management Group, LLC ("PCMG"), an  
3 Arizona limited liability company.

4 2. I am also Manager of On Systems Technology, LLC ("On Systems  
5 Technology"), a Colorado limited liability company.

6 3. On Systems Technology is the only member of PCMG.

7 4. I am a member of On Systems Technology.

8 5. My full name is Timothy Alan Wetherald.

9 6. My current address is: 3025 South Parker Road, Suite 1000, Aurora, Colorado,  
10 80014.

11 7. My current telephone number is (720) 984-9043.

12 8. PCMG, On Systems Technology and I are named as respondents in the above-  
13 captioned Docket Nos. T-03889A-02-0796 and T-04125A-02-0796 and related dockets before  
14 the Arizona Corporation Commission ("Commission").

15 9. PCMG filed an Application to Discontinue Local Exchange Service in Docket  
16 No. T-03889A-02-0578 on March 12, 2003. PCMG also voluntarily surrendered its Certificate  
17 of Convenience and Necessity ("CCN") for cancellation on April 1, 2003. The CCN authorized  
18 PCMG to provide facilities-based and resale local exchange services in Docket No. T-03889A-  
19 03-0152 and T-03889A-03-0202.

20 10. It is my understanding that PCMG and On Systems Technology must be  
21 represented by legal counsel before the Commission, and that if PCMG and On Systems  
22 Technology do not retain counsel to represent them in these dockets, or if PCMG and On  
23 Systems Technology do not appear to present evidence, the Commission may proceed against  
24  
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1 PCMG and On Systems Technology in absentia, that is, without those entities being present,  
2 and the Commission may enter a default against them.

3 11. It is also my understanding that, as a respondent in the above-captioned  
4 proceedings, I have the option of retaining counsel to represent me in appearing and presenting  
5 evidence, or representing myself, but if I do not appear and present evidence, either through  
6 counsel or by myself, the Commission may proceed against me, in absentia, that is, without me  
7 being present, and the Commission may enter a default against me.  
8

9 12. My interests and the interests of PCMG and On Systems Technology and its  
10 other members may be divergent, such that there may be a conflict of interest between me and  
11 PCMG and/or On Systems Technology and its other members, which would necessitate these  
12 entities or persons to retain separate counsel to represent them in the above-captioned dockets.  
13

14 13. I am providing the foregoing statements pursuant to the direction of The  
15 Honorable Philip J. Dion III, Administrative Law Judge, Arizona Corporation Commission, to  
16 Michael L. Glaser, Esq., Shughart Thomson & Kilroy, P.C., former counsel for PCMG and On  
17 Systems Technology and me, as stated on the record in a procedural conference held in the  
18 above-referenced dockets on June 5, 2003.  
19

20 The foregoing statements are true and correct to my personal knowledge.  
21

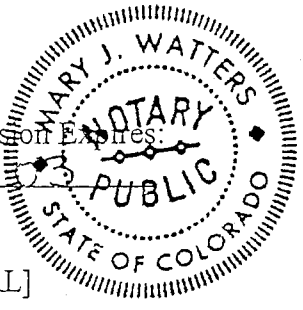
22   
23 Tim Wetherald  
24  
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1 STATE OF COLORADO )  
2 COUNTY OF Denver ) ss.  
3 )

4 On this 12<sup>th</sup> day of June, 2003, before me the undersigned, a Notary Public, in and for  
5 the County and State aforesaid, personally appeared, to me known to be the person who  
6 executed the foregoing instrument in my presence and acknowledged to me that executed the  
same as free act and deed.

7 IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal  
8 the day and year last above written.

9  
10 My Commission Expires: 10-16-03  
11  
12 [SEAL]



Mary J. Watters  
NOTARY PUBLIC

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COPY

BEFORE THE ARIZONA CORPORATION COMMISSION  
RECEIVED

MARC SPITZER

Chairman

JAMES M. IRVIN

Commissioner

WILLIAM A. MUNDELL

Commissioner

JEFF HATCH-MILLER

Commissioner

MIKE GLEASON

Commissioner

UTILITIES DIVISION STAFF,

Complainant,

LIVEWIRENET OF ARIZONA, LLC n/k/a THE PHONE  
COMPANY MANAGEMENT GROUP, LLC; THE PHONE  
COMPANY OF ARIZONA JOINT VENTURE, d/b/a THE  
PHONE COMPANY OF ARIZONA; ON SYSTEMS  
TECHNOLOGY, LLC, and its principals, TIM  
WETHERALD, FRANK TRICAMO, and DAVID  
STAFFORD JOHNSON; THE PHONE COMPANY OF  
ARIZONA, LLP and its members,

Respondents.

IN THE MATTER OF THE PHONE COMPANY OF  
ARIZONA JOINT VENTURE d/b/a THE PHONE  
COMPANY OF ARIZONA'S APPLICATION FOR  
CERTIFICATE OF CONVENIENCE AND NECESSITY TO  
PROVIDE INTRASTATE TELECOMMUNICATIONS  
SERVICE AS A LOCAL AND LONG DISTANCE  
RESELLER AND ALTERNATIVE OPERATOR SERVICE.

IN THE MATTER OF THE APPLICATION OF THE  
PHONE COMPANY MANAGEMENT GROUP, LLC f/k/a  
LIVEWIRENET OF ARIZONA, LLC TO DISCONTINUE  
LOCAL EXCHANGE SERVICE.

IN THE MATTER OF THE APPLICATION OF THE  
PHONE COMPANY MANAGEMENT GROUP, LLC FOR  
CANCELLATION OF FACILITIES BASED AND RESOLD  
LOCAL EXCHANGE SERVICES.

IN THE MATTER OF THE APPLICATION OF THE  
PHONE COMPANY MANAGEMENT GROUP, LLC d/b/a  
THE PHONE COMPANY FOR THE CANCELLATION OF  
ITS CERTIFICATE OF CONVENIENCE AND  
NECESSITY.

2003 JUN 27 P 1:26

AZ CORP COMMISSION  
DOCUMENT Arizona Corporation Commission  
DOCKETED

JUN 27 2003

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CAR

Docket No. T-03889A-02-0796  
T-04125A-02-0796

Docket No. T-04125A-02-0577

Docket No. T-03889A-02-0578

Docket No. T-03889A-03-0152

Docket No. T-03889A-03-0202

AFFIDAVIT OF DAVID  
STAFFORD JOHNSON

1 I, David Stafford Johnson, first being duly sworn, depose and state:

2 1. I was a member of On Systems Technology, LLC ("On Systems Technology").

3 2. On Systems Technology is the only member of The Phone Company  
4 Management Group, LLC ("PCMG").

5 3. In this Affidavit, I confirm the information I provided to Administrative Law  
6 Judge Philip J. Dion III, in the procedural conference held on June 5, 2003, and which I  
7 attended by telephone (see Transcript of June 5, 2003 Procedural Conference at page 26).

8 4. My full name is David Stafford Johnson.

9 5. My current address is: 740 Gilpin Street, Denver, Colorado, 80218.

10 6. My current telephone number is (303) 931-2360.

11 7. PCMG, On Systems Technology and I are named as respondents in the above-  
12 captioned Docket Nos. T-03889A-02-0796 and T-04125A-02-0796 and related dockets before  
13 the Arizona Corporation Commission ("Commission").

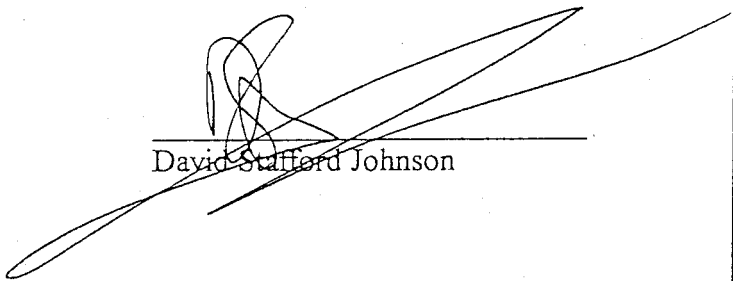
14 8. It is my understanding that, as a respondent in the above-captioned proceedings,  
15 I have the option of retaining counsel to represent me in appearing and presenting evidence, or  
16 representing myself, but if I do not appear and present evidence, either through counsel or by  
17 myself, the Commission may proceed against me, in absentia, that is, without me being present,  
18 and the Commission may enter a default against me.

19 9. My interests and the interests of PCMG and On Systems Technology and its  
20 other members may be divergent, such that there may be a conflict of interest between me and  
21 PCMG and/or On Systems Technology and its other members, which would necessitate these  
22 entities or persons to retain separate counsel to represent them in the above-captioned dockets.

23 10. I am providing the foregoing statements pursuant to the direction of The  
24 Honorable Philip J. Dion III, Administrative Law Judge, Arizona Corporation Commission, to  
25  
26  
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28

1 Michael L. Glaser, Esq., Shughart Thomson & Kilroy, P.C., counsel for PCMG and On  
2 Systems Technology, as stated on the record in a procedural conference held in the above-  
3 referenced dockets on June 5, 2003.

4  
5 The foregoing statements are true and correct to my personal knowledge.

6  
7  
8   
David Stafford Johnson

9  
10 STATE OF COLORADO )

) ss.

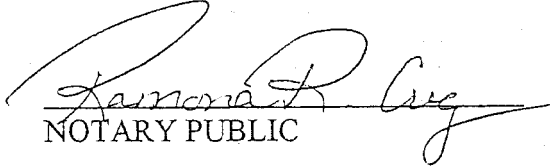
11 COUNTY OF DENVER )

12 On this 26<sup>th</sup> day of June, 2003, before me the undersigned, a Notary Public, in and for  
13 the County and State aforesaid, personally appeared, to me known to be the person who  
14 executed the foregoing instrument in my presence and acknowledged to me that executed the  
same as free act and deed.

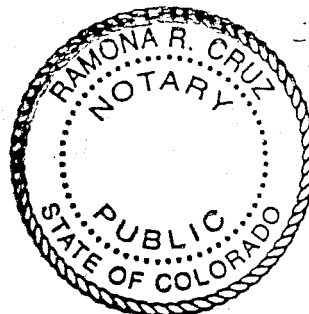
15 IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal  
16 the day and year last above written.

17 My Commission Expires:

18 11/09/06

19  
20   
NOTARY PUBLIC

21 [SEAL]



My Commission Expires 11/9/2006

D



Michael L Glaser  
Shughart, Thompson & Kilroy  
1050 Seventeenth Street Suite #2300  
Denver, Colorado 80265

RE: The Phone Company Management Group, LLC  
Arizona Corporation Commission  
Docket Nos. T-30889A-02-0796 & T-04125A-02-0796

Dear Mr. Glaser,

I am in receipt of your letter dated June 13, 2003, delivered "Saturday Delivery" June 14<sup>th</sup>, 2003. This gives me from June 16<sup>th</sup> to June 20<sup>th</sup> to obtain all documentation in regards to this case and retain counsel. I am concerned and alerted by several of the items you presented. First, if you knew on June 5, 2003 that I needed to have a statement to the ALJ by June 20, 2003, why did you wait 8 days to notify me? Second, the "as you know" statement written into your cover letter; as you are aware I have had no communication with you about this case. I have had no communication with Tim Wetherald, David Johnson, Marc Shiner or Leon Swichkow since late December 2002 or early January 2003. At which point I was never informed of any Regulatory case in Arizona. I was only aware of potential Lawsuits being brought by the Partners.

As you may/or may not be aware I was terminated from On Systems Technology, LLC on October 19, 2002 by Tim Wetherald because of our differences concerning the Partners. Since my termination I have not been allowed any information from Tim Wetherald, David Stafford Johnson or yourself about the ongoing operations of any company owned, operated or managed by On Systems Technology, LLC. Although I will admit to owning interest in On Systems Technologies and On Systems LLC I have to negate any direct ownership in any company in Arizona. I am familiar with Livewire and a Joint Venture (On Systems and the referred to LLP (Partners).

Since I have no knowledge of the above referenced dockets let alone the state of the above referenced dockets I cannot release you from representation until I am fully prepped on what has taken place and how I am involved. I will need to see all the information that has been filed on behalf of On Systems Technology LLC and Frank Tricamo. I will need to be brought up to speed on what ramification I face if you pull from the hearing and I need to know what this means to me personally.

I am now in a very unexpected situation involving the dockets filed in Arizona because of what might or might not have been done in my name or the name of the company I am part owner of. I feel it was your professional reasonability to keep me informed of the information you might have been providing in my name.

I am unable, at this time, to sign the Affidavit you drafted and sent to me because I am not fully versed on the subject matter and the time frame presented is not a reasonable amount of time to receive and review all documents in this case. I am also concerned that if you only represented me for the company, how could you draft an affidavit in my name. I will hold on to the Affidavit until I receive the information requested from you. If at that time I feel that I have no liability due from your actions, or inactions I will get consultation on signing an affidavit.

Sincerely,

Frank Tricamo

CC: Judge Dion  
Arizona Corporation Commission

E

BEFORE THE ARIZONA CORPORATION COMMISSION

MARC SPITZER

Chairman

JAMES M. IRVIN

Commissioner

WILLIAM A. MUNDELL

Commissioner

JEFF HATCH-MILLER

Commissioner

MIKE GLEASON

Commissioner

UTILITIES DIVISION STAFF,

Complainant,

LIVEWIRENET OF ARIZONA, LLC n/k/a THE PHONE  
COMPANY MANAGEMENT GROUP, LLC; THE PHONE  
COMPANY OF ARIZONA JOINT VENTURE, d/b/a THE  
PHONE COMPANY OF ARIZONA; ON SYSTEMS  
TECHNOLOGY, LLC, and its principals, TIM  
WETHERALD, FRANK TRICAMO, and DAVID  
STAFFORD JOHNSON; THE PHONE COMPANY OF  
ARIZONA, LLP and its members,

Respondents.

IN THE MATTER OF THE PHONE COMPANY OF  
ARIZONA JOINT VENTURE d/b/a THE PHONE  
COMPANY OF ARIZONA'S APPLICATION FOR  
CERTIFICATE OF CONVENIENCE AND NECESSITY TO  
PROVIDE INTRASTATE TELECOMMUNICATIONS  
SERVICE AS A LOCAL AND LONG DISTANCE  
RESELLER AND ALTERNATIVE OPERATOR SERVICE.

IN THE MATTER OF THE APPLICATION OF THE  
PHONE COMPANY MANAGEMENT GROUP, LLC f/k/a  
LIVEWIRENET OF ARIZONA, LLC TO DISCONTINUE  
LOCAL EXCHANGE SERVICE.

IN THE MATTER OF THE APPLICATION OF THE  
PHONE COMPANY MANAGEMENT GROUP, LLC FOR  
CANCELLATION OF FACILITIES BASED AND RESOLD  
LOCAL EXCHANGE SERVICES.

IN THE MATTER OF THE APPLICATION OF THE  
PHONE COMPANY MANAGEMENT GROUP, LLC d/b/a  
THE PHONE COMPANY FOR THE CANCELLATION OF  
ITS CERTIFICATE OF CONVENIENCE AND  
NECESSITY.

Docket No. T-03889A-02-0796  
T-04125A-02-0796

Docket No. T-04125A-02-0577

Docket No. T-03889A-02-0578

Docket No. T-03889A-03-0152

Docket No. T-03889A-03-0202

AFFIDAVIT OF TIM  
WETHERALD

1 I, Tim Wetherald, first being duly sworn, depose and state:

2 1. My name is Tim Wetherald. I am over 18 years of age and am competent to

3 testify about the matters set forth herein. I have personal knowledge of the matters set forth

4 herein.

5 2. I am a member and Manager of On Systems Technology, LLC ("On Systems

6 Technology"), a Colorado limited liability company, and Manager of The Phone Company

7 Management Group, LLC ("PCMG"), an Arizona limited liability company.

8 3. On Systems Technology is the sole member of PCMG.

9 4. I am one of the original members of On Systems Technology, along with Frank

10 Tricamo. Mr. Tricamo and I were the only members of On Systems Technology when it was

11 formed in 2000.

12 5. Shortly after I received a copy of the Staff's Complaint dated October 18, 2002,

13 and filed in the above-captioned proceeding, I discussed the Complaint with Mr. Tricamo. In

14 addition, I believe I gave Mr. Tricamo a copy of the Complaint.

15 6. Moreover, Mr. Tricamo knew about the Complaint at or about the time it was

16 filed because he informed me that he had had discussions about the Complaint with Mr. Steven

17 Petersen, a general partner and one of the managing partners in The Phone Company of

18 Arizona Limited Liability Partnership ("Arizona LLP"), also a party named in the Complaint.

19 On Systems Technology managed Arizona LLP, pursuant to a Management Agreement, and

20 Mr. Petersen informed Mr. Tricamo of the Staff's Complaint.

21 7. I also advised Mr. Tricamo at the time I discussed the Complaint with him, that

22 PCMG would retain counsel to file an Answer for On Systems Technology, PCMG, and Mr.

23 Tricamo, Mr. David S. Johnson, and myself, and that On Systems Technology and/or PCMG

24 would pay all expenses for legal counsel.

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1 8. PCMG first asked Mr. Johnson, a consultant of PCMG who is also an attorney,  
2 to prepare and file an Answer. Mr. Johnson did prepare and file such an Answer in November  
3 2002.

4 9. In late December 2002 or very early January 2003, On Systems Technology and  
5 PCMG retained Michael L. Glaser of Shughart Thomson & Kilroy, P.C., to represent On  
6 Systems Technology, PCMG, Mr. Tricamo, Mr. Johnson, and myself, in the above-captioned  
7 proceeding. When Mr. Glaser entered his appearance, Mr. Johnson withdrew as counsel for  
8 PCMG.  
9

10 10. Prior to the engagement of Mr. Glaser, I informed Mr. Tricamo that Mr. Glaser  
11 would be representing PCMG, On Systems Technology, Mr. Tricamo, Mr. Johnson, and  
12 myself, and each of the members agreed to have Mr. Glaser represent them.  
13

14 11. I also informed Mr. Glaser when On Systems Technology engaged him to  
15 represent PCMG, On Systems Technology, and its three members named, that each had  
16 concurred in the decision to retain him.

17  
18 The foregoing statements are true and correct to my personal knowledge.  
19

20   
21 Tim Wetherald  
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1 STATE OF COLORADO )  
2 ) ss.  
3 COUNTY OF DENVER )

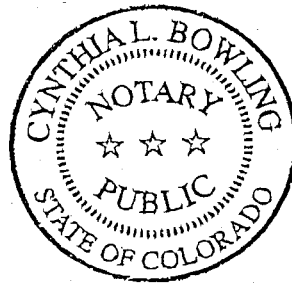
4 On this 6<sup>th</sup> day of October 2003, before me the undersigned, a Notary Public, in and  
5 for the County and State aforesaid, personally appeared, to me known to be the person who  
6 executed the foregoing instrument in my presence and acknowledged to me that executed the  
same as free act and deed.

7 IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal  
8 the day and year last above written.

9 My Commission Expires:  
March 5, 2007

Cynthia A. Bowling  
NOTARY PUBLIC

10 [SEAL]  
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BEFORE THE ARIZONA CORPORATION COMMISSION

MARC SPITZER

Chairman

JAMES M. IRVIN

Commissioner

WILLIAM A. MUNDELL

Commissioner

JEFF HATCH-MILLER

Commissioner

MIKE GLEASON

Commissioner

UTILITIES DIVISION STAFF,

Complainant,

LIVEWIRENET OF ARIZONA, LLC n/k/a THE PHONE  
COMPANY MANAGEMENT GROUP, LLC; THE PHONE  
COMPANY OF ARIZONA JOINT VENTURE, d/b/a THE  
PHONE COMPANY OF ARIZONA; ON SYSTEMS  
TECHNOLOGY, LLC, and its principals, TIM  
WETHERALD, FRANK TRICAMO, and DAVID  
STAFFORD JOHNSON; THE PHONE COMPANY OF  
ARIZONA, LLP and its members,

Respondents.

IN THE MATTER OF THE PHONE COMPANY OF  
ARIZONA JOINT VENTURE d/b/a THE PHONE  
COMPANY OF ARIZONA'S APPLICATION FOR  
CERTIFICATE OF CONVENIENCE AND NECESSITY TO  
PROVIDE INTRASTATE TELECOMMUNICATIONS  
SERVICE AS A LOCAL AND LONG DISTANCE  
RESELLER AND ALTERNATIVE OPERATOR SERVICE.

IN THE MATTER OF THE APPLICATION OF THE  
PHONE COMPANY MANAGEMENT GROUP, LLC f/k/a  
LIVEWIRENET OF ARIZONA, LLC TO DISCONTINUE  
LOCAL EXCHANGE SERVICE.

IN THE MATTER OF THE APPLICATION OF THE  
PHONE COMPANY MANAGEMENT GROUP, LLC FOR  
CANCELLATION OF FACILITIES BASED AND RESOLD  
LOCAL EXCHANGE SERVICES.

IN THE MATTER OF THE APPLICATION OF THE  
PHONE COMPANY MANAGEMENT GROUP, LLC d/b/a  
THE PHONE COMPANY FOR THE CANCELLATION OF  
ITS CERTIFICATE OF CONVENIENCE AND  
NECESSITY.

Docket No. T-03889A-02-0796  
T-04125A-02-0796

Docket No. T-04125A-02-0577

Docket No. T-03889A-02-0578

Docket No. T-03889A-03-0152

Docket No. T-03889A-03-0202

**AFFIDAVIT OF MICHAEL L.  
GLASER**

1 I, Michael L. Glaser, first being duly sworn, depose and state that:

2 1. I am over 18 years of age and am competent to testify about the matters set forth  
3 herein. I have personal knowledge of the matters set forth herein.

4 2. On August 7, 2003, I received a call from Norman Beecher, Esq., of Edwards  
5 and Taylor, L.L.C., 2851 South Parker Road, Suite 1200, Aurora, Colorado 80014, who  
6 identified himself as an attorney for Frank Tricamo calling to inquire about the status of the  
7 dockets before the Arizona Corporation Commission ("ACC") in which Mr. Tricamo has been  
8 named as a respondent. Mr. Beecher indicated that he was looking into this matter for Mr.  
9 Tricamo. We briefly discussed the status of the dockets; the fact that the Staff of the Utilities  
10 Division of the ACC had filed a Complaint against various parties, including Mr. Tricamo, in  
11 October 2002; that an Answer had been filed on behalf of Mr. Tricamo; that I had entered an  
12 appearance on behalf of The Phone Company Management Group, LLC ("PCMG") and other  
13 various parties, including Mr. Tricamo, on January 2, 2003, at the direction of Mr. Wetherald;  
14 and my Motion to Withdraw and the events which ensued from this Motion.


15 3. At the end of our discussion, Mr. Beecher asked me to send him copies of the  
16 Complaint, the Answer, my Entry of Appearance, the status of PCMG's authorization to  
17 provide telephone service in Arizona, my Motion to Withdraw, my status reports to the ACC  
18 concerning my efforts to provide information requested by Judge Dion concerning Mr.  
19 Wetherald, Mr. Johnson, and Mr. Tricamo, at the pre-hearing conference on June 5, 2003, and  
20 documents filed as a result. I also advised Mr. Beecher of Judge Dion's request, and of my  
21 efforts to obtain the information requested by Judge Dion from Mr. Tricamo.

22 4. Because I was unavailable between August 8 and 13, I was unable to send Mr.  
23 Beecher the requested documents until August 13, 2003. I attach as Exhibit 1 a copy of my  
24 letter to Mr. Beecher of August 13, 2003, sending him the documents he requested.

5. I also informed Mr. Beecher that I had sent Mr. Tricamo a complete file of the pleadings and orders in the dockets in June 2003. Mr. Beecher led me to believe he was aware of communications between Mr. Tricamo and myself and my Motion to Withdraw, but was unaware that Mr. Tricamo had received a complete copy of the pleadings and orders issued in the dockets. I advised Mr. Beecher that I had sent Mr. Tricamo these documents on June 18 and 19, 2003, to an address which he had provided me.

6. I attach as Exhibits 2 and 3 copies of my letters to Mr. Tricamo dated June 18 and 19, 2003, forwarding him copies of the pleadings and orders in the above-captioned docket.

The foregoing statements are true and correct of my personal knowledge.

  
Michael L. Glaser

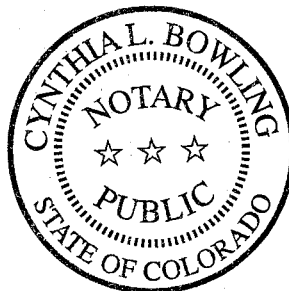
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On this 9<sup>th</sup> day of October, 2003, before me the undersigned, a Notary Public, in and for the County and State aforesaid, personally appeared, to me known to be the person who executed the foregoing instrument in my presence and acknowledged to me that executed the same as free act and deed.

IN TESTIMONY WHEREOF, I have hereunto set my hand and affixed my official seal  
the day and year last above written.

My Commission Expires: March 5, 2007

  
NOTARY PUBLIC



The Law Firm Of



A Professional Corporation

PH0024-103730  
CORR

Michael L. Glaser  
mglaser@stklaw.com  
Direct Dial (720) 931-8133  
Fax (303) 572-7883

August 13, 2003

Norman Beecher, Esq.  
Edwards & Taylor, LLC  
2851 South Parker Road, Suite 1200  
Aurora, CO 80014

Re: Frank Tricamo, The Phone Company Management Group, LLC, et al.  
Arizona Corporation Commission  
Docket Nos. T-03889A-02-0796, T-04125A-02-0796, T-04125A-02-0577,  
T-03889A-02-0578, T-03889A-03-0152, and T-03889A-03-0202

Dear Mr. Beecher:

Pursuant to our conversation on Thursday, August 7, 2003, I enclose the following documents relative to your representation of Mr. Frank Tricamo, a named respondent in the above-referenced proceedings:

1. Complaint of Staff of the Arizona Corporation Commission dated October 18, 2002.
2. Answer of The Phone Company Management Group, LLC, et al., to Complaint, dated November 18, 2002.
3. Entry of Appearance of Michael L. Glaser for The Phone Company Management Group, LLC, et al., dated January 3, 2003.
4. Letter to Arizona Corporation Commission dated April 1, 2003, incorporating letter of Tim Wetherald to the Arizona Corporation Commission surrendering Certificate of Public Convenience and Necessity to The Phone Company Management Group, LLC.
5. Motion to Withdraw of Michael L. Glaser and Shughart Thomson & Kilroy, P.C. dated April 10, 2003.
6. Motion for Dismissal filed by David Johnson.
7. Affidavit of Tim Wetherald.
8. Affidavit of David Johnson.
9. Various Status Reports of Michael L. Glaser to Administrative Law Judge Philip Dion III regarding status of information requested by Judge Dion.

EXHIBIT

tabbles  
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Norman Beecher, Esq.  
Edwards & Taylor, LLC  
August 13, 2003  
Page 2

For your information, I understand that Mr. Tricamo has a complete file of all documents filed in the above-referenced dockets. If not, please feel free to contact me with respect to any document not included above that you may need.

Very truly yours,

  
Michael L. Glaser

MLG:clb  
Enclosures

The Law Firm Of



A Professional Corporation

Michael L. Glaser  
mglaser@stklaw.com  
Direct Dial (720) 931-8133  
Fax (303) 572-7883

June 18, 2003

*Via Federal Express*

Frank Tricamo  
6673 West Ken Caryl Avenue  
Littleton, CO 80128

Re: The Phone Company Management Group, LLC, et al.  
Arizona Corporation Commission  
Docket Nos. T-03889A-02-0796 and T-04125A-02-0796

Dear Frank:

As you requested, I am forwarding to you copies of the following documents that were filed in the above-referenced dockets at the Arizona Corporation Commission:

1. Complaint, dated 10/18/02;
2. Answer to Complaint, dated 11/8/02;
3. Procedural Order, dated 12/6/02;
4. Notice of Appearance, dated 1/3/03;
5. Procedural Order, dated 1/13/03;
6. Procedural Order, dated 1/30/03;
7. Procedural Order, dated 2/25/03;
8. Procedural Order, dated 3/3/03;
9. Appeal of February 25 and March 3, 2003 Procedural Orders, dated 3/6/03;
10. Procedural Order, dated 3/25/03;
11. Procedural Order, dated 3/26/03;
12. Letter to ACC from Michael L. Glaser regarding voluntary surrender of PCMG's Certificate of Convenience and Necessity, dated 4/1/03;
13. Motion to Terminate Proceeding, dated 4/2/03;
14. Staff's Response to Motion to Dismiss, dated 4/7/03;
15. Procedural Order, dated 4/11/03;
16. Motion to Withdraw, dated 4/11/03;
17. Procedural Order, dated 4/11/03;
18. Letter to Judge Philip Dion from Tim Wetherald, dated 4/29/03;
19. Staff's Response to Motion to Withdraw, dated 5/2/03;
20. Procedural Order, dated 5/15/03;

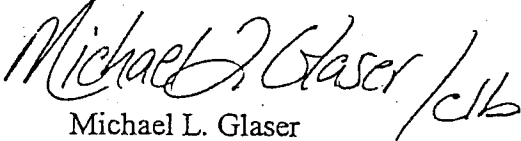


Frank Tricamo  
June 18, 2003  
Page 2

21. Reply to Staff's Response to Motion to Withdraw, dated 5/15/03; and
22. Amended Complaint, dated 6/2/03.

If you have any questions regarding these documents, please feel free to contact me.

Very truly yours,

  
Michael L. Glaser

MLG:clb  
Enclosures

The Law Firm Of



A Professional Corporation

Michael L. Glaser  
mglaser@stklaw.com  
Direct Dial (720) 931-8133  
Fax (303) 572-7883

June 19, 2003

*Via Federal Express*

Frank Tricamo  
6673 West Ken Caryl Avenue  
Littleton, CO 80128

Re: The Phone Company Management Group, LLC, et al.  
Arizona Corporation Commission  
Docket Nos. T-03889A-02-0796 and T-04125A-02-0796

Dear Frank:

As you requested, I am forwarding to you copies of the following discovery documents that were exchanged in the above-referenced dockets at the Arizona Corporation Commission:

1. Staff's First Set of Data Requests to LiveWireNet of Arizona, LLC, dated 1/14/03;
2. Staff's First Set of Data Requests to Phone Company Management Group, LLC, dated 1/14/03;
3. Staff's First Set of Data Requests to On Systems Technology, LLC, dated 1/14/03;
4. Letter from Michael Glaser to Maureen Scott regarding production of documents by The Phone Company Management Group in response to Staff's First Set of Data Requests, dated 1/21/03;
5. LiveWireNet of Arizona, LLC's Responses to Arizona Corporation Commission Staff's First Set of Data Requests, filed 1/23/03;
6. On Systems Technology, LLC's Responses to Arizona Corporation Commission Staff's First Set of Data Requests, filed 1/23/03;
7. The Phone Company of Arizona Joint Venture's Responses to Arizona Corporation Commission Staff's First Set of Data Requests, filed 1/23/03;
8. Phone Company Management Group's Responses to Arizona Corporation Commission Staff's First Set of Data Requests, filed 1/23/03;
9. Letter from Michael Glaser to Maureen Scott regarding production of documents by Phone Company Management Group, LLC, dated 1/29/03, with accompanying documents;
10. Letter from Maureen Scott to Michael Glaser serving as Staff's Second Set of Data Requests to LiveWireNet of Arizona, LLC, The Phone Company





- Management Group, LLC, On Systems Technology, LLC, and The Phone Company of Arizona, dated 2/7/03;
11. LiveWireNet of Arizona, LLC, The Phone Company Management Group, LLC, On Systems Technology, LLC, and The Phone Company of Arizona Response to Staff's Second Set of Data Requests, dated 2/13/03;
  12. The Phone Company Management Group, LLC's First Set of Data Requests Directed to The Phone Company of Arizona, LLP and Its Partners, dated 2/21/03;
  13. Letter to Michael Glaser from Maureen Scott serving as Staff's Third Set of Data Requests to LiveWireNet of Arizona, LLC, The Phone Company Management Group, LLC, On Systems Technology, LLC, and The Phone Company of Arizona, dated 3/7/03;
  14. Response to Staff's Third Set of Data Requests dated 3/13/03;
  15. Letter to Michael Glaser from Maureen Scott serving as Staff's Fourth Set of Data Requests to LiveWireNet of Arizona, LLC, The Phone Company Management Group, LLC, On Systems Technology, LLC, and The Phone Company of Arizona, dated 3/19/03;
  16. Letter to Michael Glaser from Maureen Scott serving as Staff's Fifth Set of Data Requests to LiveWireNet of Arizona, LLC, The Phone Company Management Group, LLC, On Systems Technology, LLC, and The Phone Company of Arizona, dated 3/21/03;
  17. Response to Staff's Fourth Set of Data Requests, dated 3/31/03;
  18. Response to Staff's Fifth Set of Data Requests, dated 3/31/03;
  19. Responses of The Phone Company of Arizona, LLP to The Phone Company Management Group, LLC's First Set of Data Requests, dated 4/10/03
  20. Letter to Michael Glaser from Maureen Scott serving as Staff's Sixth Set of Data Requests to LiveWireNet of Arizona, LLC, The Phone Company Management Group, LLC, On Systems Technology, LLC, and The Phone Company of Arizona, dated 4/23/03;
  21. Letter to Michael Glaser from Maureen Scott serving as Staff's Seventh Set of Data Requests to LiveWireNet of Arizona, LLC, The Phone Company Management Group, LLC, On Systems Technology, LLC, and The Phone Company of Arizona, dated 4/24/03;
  22. Letter to Michael Glaser from Maureen Scott serving as Staff's Eighth Set of Data Requests to LiveWireNet of Arizona, LLC, The Phone Company Management Group, LLC, On Systems Technology, LLC, and The Phone Company of Arizona, dated 4/25/03; and
  23. Letter to Michael Glaser from Maureen Scott serving as Staff's Ninth Set of Data Requests to LiveWireNet of Arizona, LLC, The Phone Company Management Group, LLC, On Systems Technology, LLC, and The Phone Company of Arizona, dated 6/4/03.

Frank Tricamo  
June 19, 2003  
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If you have any questions regarding these documents, please feel free to contact me.

Very truly yours,

*Michael L. Glaser/clb*

Michael L. Glaser

MLG:clb  
Enclosures